

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW MEXICO**

DONNA J. HILL, *et al.*,

Plaintiffs,

vs.

No. CIV 10-133 JB/KBM

VANDERBILT CAPITAL ADVISORS, LLC,
VANDERBILT FINANCIAL, LLC, VANDERBILT
FINANCIAL TRUST, PIONEER INVESTMENT
MANAGEMENT U.S.A., INC., BRUCE MALOTT,
GARY BLAND, VERONICA GARCIA, DOUGLAS M.
BROWN, PATRICK A. LIVNEY, OSBERT M. HOOD,
STEPHEN C. BERNHARDT, KURT W. FLORIAN, JR.,
ANTHONY J. KOENIG, JR., MARK E. BRADLEY,
RON D. KESSINGER, ROBERT P. NAULT, JAMES R.
STERN, NEW ENGLAND PENSION CONSULTANTS,
LLC, ALDUS EQUITY, SAUL MEYER, JOHN DOE #1,
JOHN DOE #2, AND DOES 3-100, Inclusive,

Defendants,

and

THE NEW MEXICO EDUCATIONAL RETIREMENT
FUND,

Nominal Defendant.

STIPULATION REGARDING CERTAIN VANDERBILT-RELATED DEFENDANTS

WHEREAS the plaintiff's initial Complaint alleged claims not only against Vanderbilt Capital Advisors, LLC ("Vanderbilt") and its parent company, Pioneer Investment Management USA Inc. ("Pioneer"), but also against certain current or former executives of Vanderbilt, Pioneer, or certain Vanderbilt-related entities;

WHEREAS Vanderbilt has informed the plaintiff that Vanderbilt Financial Trust and Vanderbilt Financial, LLC have been dissolved, no longer exist and thus cannot be sued, and those entities have not been served;

WHEREAS the Vanderbilt-Related Individual Defendants (as defined below) and defendant Pioneer intend to assert a variety of defenses to the plaintiff's claims, including lack of personal jurisdiction;

WHEREAS in connection with the filing of an Amended Complaint, the parties to this Stipulation wish to streamline these proceedings,

NOW THEREFORE, without waiving any personal jurisdiction or other defenses, or conceding the viability of any potential motions, the undersigned parties agree:

Vanderbilt Financial Trust and Vanderbilt Financial LLC are dismissed from the case without prejudice and will be omitted from the Amended Complaint.

Osbert M. Hood, Stephen C. Bernhardt, Kurt W. Florian, Jr., Anthony J. Koenig, Jr., Mark E. Bradley, Ron D. Kessinger, Robert P. Nault and James R. Stern (collectively, the "Vanderbilt-Related Individual Defendants") and Pioneer are also dismissed from the case without prejudice and will not be named as defendants in the Amended Complaint.

Effective as of the date of this stipulation, the Vanderbilt-Related Individual Defendants and Pioneer agree to toll the statutes of limitation applicable to the claims asserted against them by the plaintiff individually and in a representative capacity to the same extent as they would be tolled if such defendants had been named in the Vanderbilt-related counts of the Amended Complaint until the earlier of (a) the final determination of the claims against Vanderbilt in this action, or (b) 30 days following the delivery to the plaintiff of notice that the Vanderbilt-Related Individual Defendants intend to terminate such tolling. Nothing in this paragraph is intended to

revive any limitations period that has already expired or limit any defenses of the Vanderbilt-Related Individuals Defendants and/or Pioneer.

The Vanderbilt-Related Individual Defendants and Pioneer agree to continue to preserve documents that are discoverable in this case, to the extent they possess such documents, as if they had remained parties to the case.

The Vanderbilt-Related Individual Defendants and Pioneer agree to produce documents duly requested of them and appear for any depositions duly noticed upon their undersigned counsel as if they remained defendants without the necessity of service of subpoenas.

By entering into this Stipulation, the Vanderbilt-Related Individual Defendants and Pioneer acknowledge that plaintiff has not withdrawn her contention that such defendants are culpable and responsible in part for the wrongdoing alleged in the Complaint and to be alleged in the Amended Complaint, and the fact that such defendants have been dismissed pursuant to this Stipulation shall not be argued to be a merits-based determination in the event that the plaintiff later seeks to re-name such defendants as parties to the case and the defendants oppose such a motion.

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Dated: June 30, 2010

THE ROWE LAW FIRM

BY: /s/ Electronically Approved 6/30/2010

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UNITED STATES DISTRICT JUDGE